

June 14, 2023

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Dawn Intermediate, LLC (6123); Serta Simmons Bedding, LLC (1874); Serta International Holdco, LLC (6101); National Bedding Company L.L.C. (0695); SSB Manufacturing Company (5743); The Simmons Manufacturing Co., LLC (0960); Dreamwell, Ltd. (2419); SSB Hospitality, LLC (2016); SSB Logistics, LLC (6691); Simmons Bedding Company, LLC (2552); Tuft & Needle, LLC (6215); Tomorrow Sleep LLC (0678); SSB Retail, LLC (9245); and World of Sleep Outlets, LLC (0957). The Debtors' corporate headquarters and service address for these chapter 11 cases is 2451 Industry Avenue, Doraville, Georgia 30360.

18, 2023 (the “**Trial**”), and due and proper notice of the Trial having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the evidence adduced at Trial and the post-trial briefing and underlying evidence in support thereof; and this Court having determined that the legal and factual bases set forth at Trial and the post-trial briefing have established an entitlement to relief and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT**

1. For the reasons stated in the Opinion and the evidence adduced at Trial, Serta Simmons Bedding, LLC (the “**Company**”) and the Adversary Plaintiffs’<sup>2</sup> (collectively, the “**Plaintiffs**”) claim for declaratory judgment that the 2020 Transaction was permitted under the 2016 Credit Agreement and that the Plaintiffs did not violate the covenant of good faith and fair dealing by entering into the 2020 Transaction (the “**Claim**”) is **GRANTED**; the Excluded Lenders’ counterclaims and third-party claims for declaratory judgment, breach of the 2016 Credit Agreement, and breach of the implied covenant of good faith and fair dealing under the 2016 Credit Agreement (the “**Excluded Lenders’ Counterclaims**”) are **DENIED**; the LCM Defendants’ counterclaims for breach of contract and breach of the implied covenant of good faith and fair dealing (the “**LCM Counterclaims**,” collectively with the Excluded Lenders’ Counterclaims, the “**Counterclaims**”) are **DENIED**.

2. All other requested relief is denied.

2.

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Opinion.

3. The Court finds that a substantial controversy exists between the parties and hereby exercises its discretion under the Declaratory Judgment Act to issue final judgment in Plaintiffs' favor on the Claim and the Counterclaims.

4. The Court finds that Plaintiffs did not breach the implied covenant of good faith and fair dealing in the 2016 Credit Agreement by entering into the 2020 Transaction for the reasons set forth in the Opinion and the findings of fact and conclusions of law set forth therein and, in support thereof, further finds that:

- a. The Company negotiated with over 70% of its existing lenders (the "**Lenders**") in addition to third parties before the Company—through its independent finance committee (the "**Independent Finance Committee**")—selected and entered into the 2020 Transaction; and the Company was not required under the 2016 Credit Agreement to solicit bids or obtain consent from each of its Lenders before entering into the 2020 Transaction, *see* ECF No. 273, May 15 Tr. (PM) at 22:3–20, 29:21–30:11, *Shah*; ECF No. 285, May 18 Tr. (AM) at 90:25–94-5, *Kwon*;
- b. The 2020 Transaction provided the Company with \$200 million in new money, greater discount capture, and less interest expense than the Objecting Lenders' proposal, and was in the best interest of the Company, *see* ECF No. 277, May 16 Tr. (PM) at 36:1–38:9, *Tepner*; Case No. 23-90020, ECF No. 864-45, Debtors' Exhibit No. 202 at 12;
- c. The decision to limit the size of the participating lender group was also not a violation of the implied covenant of good faith and fair dealing—the 2016 Credit Agreement included no requirement that the 2020 Transaction be open to any particular number of lenders, and the evidence at Trial established that the PTL Lenders had economic reasons to propose a limited participating lender group in order to defend against the competing proposals they understood that other lenders were making to the Debtors. *See* ECF No. 277, May 16 Tr. (PM) at 181:18–182:4, *Chopra*. Including more lenders in the participating lender group would have decreased the value of the debt the PTL Lenders received in exchange for the repurchase of their existing debt, and would have resulted in the participating lenders being unwilling to offer as much of a discount to the Company with respect to the debt repurchases. *See* ECF No. 277, May 16 Tr. (PM) at 177:13–179:7, *Chopra*;

- d. Plaintiffs were permitted under the 2016 Credit Agreement to enter into the amendments to effectuate the 2020 Transaction because the amendments only required the consent of the Required Lenders, which the PTL Lenders constituted, at the time of the amendments, *see* ECF No. 277, May 16 (PM) Tr. at 95:23–96:5, 140:4–13, *Tepner*, and nothing in the 2016 Credit Agreement prohibited the Required Lenders from selling their loans after amending the agreement; and
- e. The Independent Finance Committee exercised its business judgment in allowing certain additional lenders to participate in the 2020 Transaction following its announcement, *see* ECF No. 273, May 15 Tr. (PM) at 57:2–59:20, *Shah*; ECF No. 277, May 16 Tr. (PM) at 39:1–40:20, *Tepner*.

Signed: June 14, 2023.

A handwritten signature in black ink, appearing to read "D.R. Jones", written over a horizontal line.

DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

United States Bankruptcy Court  
Southern District of Texas

Serta Simmons Bedding LLC et al.,  
Plaintiff  
AG Centre Street Partnership et al.,  
Defendant

Adv. Proc. No. 23-09001-drj

## CERTIFICATE OF NOTICE

District/off: 0541-4

User: ADIuser

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Total Noticed: 9

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

**Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 16, 2023:**

Recip ID	Recipient Name and Address
intp	+ Epiq Corporate Restructuring, LLC, 777 Third Ave, 12th Floor, NEW YORK, NY 10017-1302
intp	+ Kelley Drye & Warren LLP, 3 World Trade Center, 175 Greenwich Street, New York, NY 10007-2759
dft	+ LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXIII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000 Houston, TX 77002-3018

TOTAL: 9

**Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.**

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXIII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000, Houston, TX 77002-3018

TOTAL: 7

## BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
cd		ABR Reinsurance Ltd.
dft		AG Centre Street Partnership et al.
dft		AG Centre Street Partnership, L.P.

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3pp	AG Centre Street Partnership, L.P.
3pp	AG Centre Street Partnership, L.P.
dft	AG Credit Solutions Non-ECI Master Fund, L.P.
3pp	AG Credit Solutions Non-ECI Master Fund, L.P.
3pp	AG Credit Solutions Non-ECI Master Fund, L.P.
dft	AG SF Master (L), L.P.
3pp	AG SF Master (L), L.P.
3pp	AG SF Master (L), L.P.
dft	AG Super Fund Master, L.P.
3pp	AG Super Fund Master, L.P.
3pp	AG Super Fund Master, L.P.
cd	AGF Floating Rate Income Fund
intp	Ad Hoc Group of First Lien Lenders
cd	Annisa CLO, Ltd.
cd	Arrowood Indemnity
cd	Arrowood Indemnity as Administrator of the Pension
dft	Ascribe III Investments, LLC
3pp	Ascribe III Investments, LLC
3pp	Ascribe III Investments, LLC
cd	BA/Cscredit 1 LLC
cd	BOC Pension Investment Fund
cd	BSG Fund Management B.V.
cd	Babson CLO Ltd. 2014-I
cd	Baloise Senior Secured Loan Fund
cd	Barings BDC Senior Funding I, LLC
3pd	Barings BDC, Inc.
3pd	Barings CLO Ltd. 2013-I
3pd	Barings CLO Ltd. 2015-I
3pd	Barings CLO Ltd. 2015-II
3pd	Barings CLO Ltd. 2016-I
3pd	Barings CLO Ltd. 2016-II
3pd	Barings CLO Ltd. 2017-I
3pd	Barings CLO Ltd. 2018-I
3pd	Barings CLO Ltd. 2018-III
3pd	Barings CLO Ltd. 2018-IV
3pd	Barings CLO Ltd. 2018-IV
3pd	Barings CLO Ltd. 2019-II
3pd	Barings Global Credit Income Opportunities Fund
3pd	Barings Global Floating Rate Fund, a Series of Bar
3pd	Barings Global High Yield Credit Strategies Limite
3pd	Barings Global Loan Limited
3pd	Barings Global Loan and High Yield Bond Limited
3pd	Barings Global Multi-Credit Strategy 1 Limited
3pd	Barings Global Multi-Credit Strategy 2 Limited
3pd	Barings Global Multi-Credit Strategy 3 Limited
3pd	Barings Global Multi-Credit Strategy 4 Limited
3pd	Barings Global Special Situations Credit 3 S.A.R.L
cd	Barings LLC
cd	Barings LLC
cd	Barings LLC
3pd	Barings Segregated Loans 3 S.A R.L.
3pd	Barings U.S Loan Limited
3pd	BayCity Alternative Investment Funds SICAV-SIF - B
3pd	BayCity Senior Loan Master Fund Ltd.
3pd	Bayvk R2-Fonds Segment Bayvk R2 Barings
3pd	Bentham Strategic Loan Fund
3pd	Bentham Syndicated Loan Fund
3pd	Betony CLO 2, Ltd.
3pd	BlackRock Credit Strategies Income Fund of BlackRo
3pd	BlackRock Debt Strategies Fund, Inc.
3pd	BlackRock Floating Rate Income Portfolio of BlackR
3pd	BlackRock Floating Rate Income Strategies Fund, In
3pd	BlackRock Floating Rate Income Trust

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3pd	BlackRock Global Investment Series: Income Strateg
3pd	BlackRock Limited Duration Income Trust
3pd	BlackRock Multi-Asset Income Portfolio of BlackRoc
3pd	BlackRock Senior Floating Rate Portfolio
3pd	Blue Shield of California
cd	Boston Management and Research
cd	Boston Management and Research
3pd	Bowery Funding ULC
3pd	Brighthouse Funds Trust I - Brighthouse/Eaton Vanc
3pd	California State Teachers Retirement System
3pd	California Street CLO IX Limited Partnership
3pd	California Street CLO XII, Ltd.
3pd	Calvert Management Series - Calvert Floating-Rate
3pd	Carbone CLO, Ltd.
intp	Citadel LLC
dft	Columbia Cent CLO 21 Limited
3pp	Columbia Cent CLO 21 Limited
3pp	Columbia Cent CLO 21 Limited
dft	Columbia Cent CLO 27 Limited
3pp	Columbia Cent CLO 27 Limited
3pp	Columbia Cent CLO 27 Limited
dft	Columbia Floating Rate Income Fund, a series of Co
3pp	Columbia Floating Rate Income Fund, a series of Co
dft	Columbia Strategic Income Fund, a series of Columb
3pp	Columbia Strategic Income Fund, a series of Columb
3pp	Columbia Strategic Income Fund, a series of Columb
3pd	Commonwealth of Pennsylvania Treasury Department
dft	Contrarian Capital Fund I, L.P.
3pp	Contrarian Capital Fund I, L.P.
3pp	Contrarian Capital Fund I, L.P.
dft	Contrarian Centre Street Partnership, L.P.
3pp	Contrarian Centre Street Partnership, L.P.
3pp	Contrarian Centre Street Partnership, L.P.
dft	Contrarian Distressed Debt Fund, L.P.
3pp	Contrarian Distressed Debt Fund, L.P.
3pp	Contrarian Distressed Debt Fund, L.P.
3pd	Copperhill Loan Fund I, LLC
pla	Credit Suisse Asset Management, LLC
cd	Credit Suisse Asset Management, LLC
cd	Credit Suisse Asset Management, LLC
3pd	Credit Suisse Floating Rate High Income Fund
3pd	Credit Suisse Floating Rate Trust
3pd	Credit Suisse Nova (Lux)
3pd	Credit Suisse Strategic Income Fund
3pd	Crown Managed Accounts SPC - Crown/BA 2 SP
3pd	DaVinci Reinsurance Ltd.
3pd	Diversified Credit Portfolio Ltd.
3pd	Dollar Senior Loan Fund, Ltd.
3pd	Dollar Senior Loan Master Fund II, Ltd.
3pd	Dryden 30 Senior Loan Fund
3pd	Dryden 33 Senior Loan Fund
3pd	Dryden 36 Senior Loan Fund
3pd	Dryden 37 Senior Loan Fund
3pd	Dryden 38 Senior Loan Fund
3pd	Dryden 40 Senior Loan Fund
3pd	Dryden 41 Senior Loan Fund
3pd	Dryden 42 Senior Loan Fund
3pd	Dryden 43 Senior Loan Fund
3pd	Dryden 45 Senior Loan Fund
3pd	Dryden 47 Senior Loan Fund
3pd	Dryden 49 Senior Loan Fund
3pd	Dryden 50 Senior Loan Fund
3pd	Dryden 53 CLO, Ltd.

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3pd	Dryden 54 Senior Loan Fund
3pd	Dryden 55 CLO, Ltd.
3pd	Dryden 57 CLO, Ltd.
3pd	Dryden 58 CLO, Ltd.
3pd	Dryden 60 CLO, Ltd.
3pd	Dryden 61 CLO, Ltd.
3pd	Dryden 64 CLO, Ltd.
3pd	Dryden 65 CLO, Ltd.
3pd	Dryden 70 CLO, Ltd.
3pd	Dryden 75 CLO, Ltd.
3pd	Dryden XXV Senior Loan Fund
3pd	Dryden XXVI Senior Loan Fund
3pd	Dryden XXVIII Senior Loan Fund
3pd	Eaton Vance CLO 2013-1 Ltd
3pd	Eaton Vance CLO 2014-1R Ltd
3pd	Eaton Vance CLO 2015-1 Ltd
3pd	Eaton Vance CLO 2018-1 Ltd
3pd	Eaton Vance CLO 2019-1 Ltd
3pd	Eaton Vance Floating Rate Portfolio
3pd	Eaton Vance Floating-Rate 2022 Target Term Trust
3pd	Eaton Vance Floating-Rate Income Plus Fund
3pd	Eaton Vance Floating-Rate Income Trust
3pd	Eaton Vance Institutional Senior Loan Fund
3pd	Eaton Vance Institutional Senior Loan Plus Fund
3pd	Eaton Vance International (Cayman Islands) Floatin
3pd	Eaton Vance Limited Duration Income Fund
3pd	Eaton Vance Loan Holding Limited
cd	Eaton Vance Management
cd	Eaton Vance Management
3pd	Eaton Vance Senior Floating-Rate Trust
3pd	Eaton Vance Senior Income Trust
3pd	Eaton Vance Short Duration Diversified Income Fund
3pd	Eaton Vance VT Floating Rate Income Fund
3pd	Elevation CLO 2013-1, Ltd.
3pd	Elevation CLO 2014-2, Ltd.
3pd	Elevation CLO 2015-4, Ltd.
3pd	Elevation CLO 2016-5, Ltd.
3pd	Elevation CLO 2017-6, Ltd.
3pd	Elevation CLO 2017-7, Ltd.
3pd	Elevation CLO 2017-8 Ltd.
3pd	Elevation CLO 2018-10, Ltd.
3pd	Elevation CLO 2018-9, Ltd.
3pd	Erie Indemnity Company
3pd	Erie Insurance Exchange
3pd	First Eagle Bank Loan Select Master Fund
3pd	First Eagle Senior Loan Fund (FSLF)
3pd	Fixed Income Opportunities Nero, LLC
3pd	G.A.S. (Cayman) Limited
dft	Gamut Capital SSB, LLC
3pp	Gamut Capital SSB, LLC
3pp	Gamut Capital SSB, LLC
3pd	HarbourView CLO VII-R, Ltd.
3pd	Inflation Protection Fund-I Series
3pd	Invesco BL Fund, Ltd.
3pd	Invesco Dynamic Credit Opportunities Fund
3pd	Invesco Floating Rate Fund
3pd	Invesco Floating Rate Income Fund
3pd	Invesco Gemini US Loan Fund LLC
3pd	Invesco Oppenheimer Fundamental Alternatives Fund
3pd	Invesco Oppenheimer Master Loan Fund
3pd	Invesco Oppenheimer Senior Floating Rate Fund
3pd	Invesco Oppenheimer Senior Floating Rate Plus Fund
3pd	Invesco SSL Fund LLC



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3pd	Invesco Senior Income Trust
3pd	Invesco Senior Loan Fund
cd	Invesco Senior Secured Management, Inc.
cd	Invesco Senior Secured Management, Inc.
intp	Invesco Senior Secured Management, Inc. and Credit
3pd	Invesco Zodiac Funds - Invesco US Senior Loan ESG
3pd	Invesco Zodiac Funds - Invesco US Senior Loan Fund
3pd	JPMBI re BlackRock BankLoan Fund
3pd	Jocassee Partners LLC
3pd	KP Fixed Income Fund
3pd	KVK CLO 2013-1 Ltd.
3pd	KVK CLO 2016-1 Ltd.
3pd	KVK CLO 2018-1 Ltd.
3pd	Kaiser Permanente Group Trust
3pd	Kapitalforeningen Investin Pro, US Leveraged Loans
3pd	MP CLO III Ltd.
3pd	MP CLO IV Ltd.
3pd	MP CLO VII Ltd.
3pd	MP CLO VIII Ltd.
3pd	MPLF Funding Ltd.
3pd	MPSFR Financing 1 Ltd.
3pd	Madison Flintholm Senior Loan Fund I DAC
3pd	Madison Park Funding X, Ltd.
3pd	Madison Park Funding XI, Ltd.
3pd	Madison Park Funding XII, Ltd.
3pd	Madison Park Funding XIII, Ltd.
3pd	Madison Park Funding XIV, Ltd.
3pd	Madison Park Funding XIX, Ltd.
3pd	Madison Park Funding XL, Ltd.
3pd	Madison Park Funding XLI, Ltd.
3pd	Madison Park Funding XLII, Ltd.
3pd	Madison Park Funding XLIII, Ltd.
3pd	Madison Park Funding XLIV, Ltd.
3pd	Madison Park Funding XV, Ltd.
3pd	Madison Park Funding XVI, Ltd.
3pd	Madison Park Funding XVII, Ltd.
3pd	Madison Park Funding XVIII, Ltd.
3pd	Madison Park Funding XX, Ltd.
3pd	Madison Park Funding XXI, Ltd.
3pd	Madison Park Funding XXII, Ltd.
3pd	Madison Park Funding XXIII, Ltd.
3pd	Madison Park Funding XXIV, Ltd.
3pd	Madison Park Funding XXIX, Ltd.
3pd	Madison Park Funding XXV, Ltd.
3pd	Madison Park Funding XXVI, Ltd.
3pd	Madison Park Funding XXVII, Ltd.
3pd	Madison Park Funding XXVIII, Ltd.
3pd	Madison Park Funding XXX, Ltd.
3pd	Madison Park Funding XXXI, Ltd.
3pd	Madison Park Funding XXXII, Ltd.
3pd	Madison Park Funding XXXIV, Ltd.
3pd	Madison Park Funding XXXV, Ltd.
3pd	Madison Park Funding XXXVII, Ltd.
3pd	Magnetite VII, Limited
3pd	Magnetite VIII, Limited
3pd	Magnetite XC, Limited
3pd	Magnetite XII, Limited
3pd	Magnetite XIV-R, Limited
3pd	Magnetite XIX, Limited
3pd	Magnetite XV, Limited
3pd	Magnetite XVI, Limited
3pd	Magnetite XVII, Limited
3pd	Magnetite XVIII, Limited

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3pd	Magnetite XX, Limited
3pd	Marathon CLO IX Ltd.
3pd	Marathon CLO V Ltd.
3pd	Marathon CLO VII Ltd.
3pd	Marathon CLO VIII Ltd.
3pd	Marathon CLO X Ltd.
3pd	Marathon CLO XI Ltd.
3pd	Marble Point CLO X Ltd.
3pd	Marble Point CLO XI Ltd.
3pd	Marble Point CLO XII Ltd.
3pd	Maryland State Retirement and Pension System
3pd	Menard, Inc.
3pd	Milos CLO, Ltd.
3pd	Municipal Employees Annuity & Benefit Fund of Chic
3pd	NC Garnet Fund, LP
3pd	Newark BSL CLO 1, Ltd.
3pd	Newark BSL CLO 2, Ltd.
dft	North Star Debt Holdings, L.P.
3pp	North Star Debt Holdings, L.P.
3pp	North Star Debt Holdings, L.P.
3pd	Nuveen Diversified Dividend and Income Fund
3pd	Nuveen Floating Rate Income Fund
3pd	Nuveen Floating Rate Income Opportunity Fund
3pd	Nuveen Senior Income Fund
3pd	Nuveen Short Duration Credit Opportunities Fund
3pd	Nuveen Symphony Floating Rate Income Fund
3pd	Oaktree Opportunities Fund X Holdings (Delaware) L
3pd	Oaktree Opportunities Fund Xb Holdings (Delaware),
3pd	Oaktree Opps X Holdco Ltd.
3pd	One Eleven Funding I, Ltd.
3pd	One Eleven Funding II, Ltd.
3pd	PK-SSL Investment Fund Limited Partnership
3pd	Peaks CLO 3, Ltd.
3pd	Pensiondanmark Pensionforsikringsaktieselskab
3pd	Phillips 66 Retirement Plan Trust
3pd	Principal Diversified Real Asset CIT
3pd	Principal Funds, Inc - Diversified Real Asset Fund
3pd	Recette CLO, Ltd.
3pd	Renaissance Investment Holdings Ltd.
dft	Represented Third-Party Defendants
3pd	Riserva CLO, Ltd.
intp	Ropes & Gray LLP
3pd	Russell Absolute Return Fixed Income Fund
3pd	Russell Floating Rate Fund
3pd	Russell Global Unconstrained Bond Pool
3pd	Russell Multi-Asset Core Plus Fund
3pd	Russell Unconstrained Total Return Fund
3pd	SCOF-2 Ltd.
3pd	Senior Debt Portfolio
3pd	Sentry Insurance Company
3pd	Serengeti (Loan Fund), a Series Trust of the Multi
pla	Serta Simmons Bedding LLC et al.
cd	Serta Simmons Bedding, LLC
cd	Serta Simmons Bedding, LLC
dft	Shackleton 2013-III CLO, Ltd.
3pp	Shackleton 2013-III CLO, Ltd.
3pp	Shackleton 2013-III CLO, Ltd.
dft	Shackleton 2013-IV-R CLO, Ltd.
3pp	Shackleton 2013-IV-R CLO, Ltd.
3pp	Shackleton 2013-IV-R CLO, Ltd.
3pp	Shackleton 2014-V-R CLO, Ltd.
3pp	Shackleton 2014-V-R CLO, Ltd.
dft	Shackleton 2014-V-R CLO, Ltd.

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3pp	Shackleton 2015-VII-R CLO, Ltd.
3pp	Shackleton 2015-VII-R CLO, Ltd.
dft	Shackleton 2015-VII-R CLO, Ltd.
3pp	Shackleton 2017-XI CLO, Ltd.
3pp	Shackleton 2017-XI CLO, Ltd.
dft	Shackleton 2017-XI CLO, Ltd.
dft	Silver Oak Capital, L.L.C.
3pp	Silver Oak Capital, L.L.C.
3pp	Silver Oak Capital, L.L.C.
3pd	Staniford Street CLO Ltd.
3pd	State of New Mexico State Investment Council
3pd	Stichting Pensioenfonds Hoogovens
3pd	Symphony CLO XIV, Ltd.
3pd	Symphony CLO XIX Ltd.
3pd	Symphony CLO XV, Ltd.
3pd	Symphony CLO XVI, Ltd.
3pd	Symphony CLO XVII, Ltd.
3pd	Symphony CLO XX Ltd.
3pd	Symphony Floating Rate Senior Loan Fund
3pd	TAO Fund, LLC
3pd	TCI-Symphony 2016-1 Ltd.
3pd	TCI-Symphony 2017-1 Ltd.
3pd	Telstra Superannuation Scheme
3pd	The City of New York Group Trust
3pd	The Eaton Corporation Master Retirement Trust
3pd	Third Party Defendants
3pd	Upland CLO, Ltd.
3pd	Venture 28A CLO, Limited
3pd	Venture 31 CLO, Limited
3pd	Venture 32 CLO, Limited
3pd	Venture 33 CLO, Limited
3pd	Venture 35 CLO, Limited
3pd	Venture XII CLO, Limited
3pd	Venture XIII CLO, Limited
3pd	Venture XIV CLO, Limited
3pd	Venture XIX CLO, Limited
3pd	Venture XV CLO, Limited
3pd	Venture XVI CLO, Limited
3pd	Venture XVII CLO Limited
3pd	Venture XVIII CLO, Limited
3pd	Venture XX CLO, Limited
3pd	Venture XXI CLO, Limited
3pd	Venture XXII CLO, Limited
3pd	Venture XXIII CLO, Limited
3pd	Venture XXIV CLO, Limited
3pd	Venture XXIX CLO, Limited
3pd	Venture XXV CLO, Limited
3pd	Venture XXVII CLO, Limited
3pd	Venture XXVIII CLO, Limited
3pd	Venture XXX CLO, Limited
3pd	Wespath Funds Trust
3pd	Wind River 2012-1 CLO Ltd.
3pd	Wind River 2013-1 CLO Ltd.
3pd	Wind River 2013-2 CLO Ltd.
3pd	Wind River 2014-1 CLO Ltd.
3pd	Wind River 2014-2 CLO Ltd.
3pd	Wind River 2014-3 CLO Ltd.
3pd	Wind River 2014-3K CLO Ltd.
3pd	Wind River 2015-1 CLO Ltd.
3pd	Wind River 2015-2 CLO Ltd.
3pd	Wind River 2016-1 CLO Ltd.
3pd	Wind River 2016-2 CLO Ltd.
3pd	Wind River 2017-1 CLO Ltd.

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3pd		Wind River 2017-4 CLO Ltd.
3pd		Wind River 2018-3 CLO Ltd.
3pd		Wind River 2019-3 CLO Ltd.
3pd		Wind River Fund LLC
3pd		Woodbine Funding ULC
3pp		Z Capital Credit Partners CLO 2018-1 Ltd.
3pp		Z Capital Credit Partners CLO 2018-1 Ltd.
dft		Z Capital Credit Partners CLO 2018-1 Ltd.
3pp		Z Capital Credit Partners CO 2019-1 Ltd.
3pp		Z Capital Credit Partners CO 2019-1 Ltd.
dft		Z Capital Credit Partners CO 2019-1 Ltd.
cc	*+	LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM XXIII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc	*+	LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000, Houston, TX 77002-3018

TOTAL: 392 Undeliverable, 7 Duplicate, 0 Out of date forwarding address

## NOTICE CERTIFICATION

**I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jun 16, 2023

Signature: /s/Gustava Winters

## CM/ECF NOTICE OF ELECTRONIC FILING

**The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on June 14, 2023 at the address(es) listed below:**

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Alicia Lenae Barcomb	on behalf of U.S. Trustee US Trustee alicia.barcomb@usdoj.gov
Alison B. Miller	on behalf of Creditor LCM XXII LTD. amiller@hsgllp.com
Alison B. Miller	on behalf of Creditor LCM XXV Ltd. amiller@hsgllp.com
Alison B. Miller	on behalf of Creditor LCM XVIII Limited Partnership amiller@hsgllp.com
Alison B. Miller	on behalf of Creditor LCM XVI Limited Partnership amiller@hsgllp.com
Alison B. Miller	on behalf of Creditor LCM Lenders amiller@hsgllp.com
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Alison B. Miller	on behalf of Creditor LCM XX Limited Partnership amiller@hsgllp.com

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Weldon Leslie Moore, III	on behalf of Creditor Georgia Power Company wmoore@csmlaw.net prussell1965@hotmail.com;lifelongproducts@sbcglobal.net
Weldon Leslie Moore, III	on behalf of Creditor Florida Power & Light Company wmoore@csmlaw.net prussell1965@hotmail.com;lifelongproducts@sbcglobal.net
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William Edward Callahan, Jr	on behalf of Creditor Carpenter Company callahan@gentrylocke.com
William Edward Callahan, Jr	on behalf of Creditor KKGf LLC d/b/a United Textiles and Components callahan@gentrylocke.com

TOTAL: 312